

SECTIONS

**Article 1 GENERAL**

- Section 1 Definition of Sections*
- Section 2 Scope of Sections*
- Section 3 Section Membership*
- Section 4 Section Membership Fees*
- Section 5 The Executive Committee*
- Section 6 Officers of the Section Executive Committee*
- Section 7 Section Committees*
- Section 8 Section Bylaws*

**Article 2 RULES CONCERNING THE OPERATION OF SECTIONS**

- Section 1 General*
- Section 2 Duties and Responsibilities*
- Section 3 Membership of Executive Committees of Sections*
- Section 4 Public Statements, Appearances and Positions*
- Section 5 Reports to the Board*
- Section 6 Membership Dues*
- Section 7 Membership Dues: Education Foundation*
- Section 8 Section Funds: Voluntary Funding*
- Section 9 Section Funds: Financial Audit*
- Section 10 Section Funds: Lobbying Activities*
- Section 11 Section Funds: Section Administration*
- Section 12 Section Funds: Billing & Collection*
- Section 13 Section Funds: Cost Allocation Methodology*
- Section 14 Principles of Structure and Staffing of Sections, Commissions and Committees*
- Section 15 Board of Trustees Appointments to Section Executive Committees*
- Section 16 Task Force on Sections*
- Section 17 Council of State Bar Sections*
- Section 18 Section Amicus Curiae Participation*
- Section 19 Statement of Diversity Principles*

**Article 3 COUNCIL OF STATE BAR SECTIONS: BYLAWS**

- Section 1 Establishment*
- Section 2 Purposes and Responsibilities*
- Section 3 Section Representatives*
- Section 4 Quorum: Vote Required*
- Section 5 Supermajority Voting Defined: Census Date*
- Section 6 Overhead Allocation*
- Section 7 Officers*
- Section 8 Regular and Special Meetings*
- Section 9 Notice of Meetings; Agendas*
- Section 10 Minutes*

TAB 20 Sections

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- Section 11 Budget; Expenses*
- Section 12 Advisors*
- Section 13 Amendment of the Bylaws*

**Article 1  
GENERAL**

**Section 1   *Definition of Sections***

“Sections” are voluntary organizations of State Bar members and associates that share an area of interest.

**(Source: State Bar Rule 3.50 adopted effective May 16, 2008.)**

**Historical Note**

This rule supersedes Article XIII, § 1 of the Rules and Regulations of the State Bar of California (Formation of Sections), repealed May 16, 2008.

**Section 2   *Scope of Sections***

Sections serve the profession, the public, and the legal system by helping their members maintain expertise in various fields of law and expanding their professional contacts. Specific purposes and duties of sections are described in their bylaws.

**(Source: State Bar Rule 3.51 adopted effective May 16, 2008.)**

**Historical Note**

This rule supersedes Article XIII, § 2 of the Rules and Regulations of the State Bar of California (Purposes), Board of Governors’ Resolutions, September 12 and September 23, 1998; repealed May 16, 2008.

**Section 3   *Section membership***

- (A) Section membership is open to members of the State Bar or judges of courts of record.
- (B) A section’s bylaws may authorize enrollment as associate members. No more than one-fourth of all section members may be associates. An associate member has all the privileges of section membership and may
  - (1) serve as an officer;
  - (2) serve as a member of a committee; or
  - (3) nominate, select, or serve as a member of its executive committee.

**(Source: State Bar Rule 3.52 adopted effective May 16, 2008; amended effective September 24, 2008; amended effective November 21, 2008.)**

**Historical Note**

This rule supersedes Article XIII, § 3 of the Rules and Regulations of the State Bar of California (Membership), Board of Governors' Resolution September 2004; repealed May 16, 2008.

**Section 4 Section membership fees**

Section membership requires payment to the State Bar of an annual fee. The fees are set by the Sections Executive Committee and approved by the Board of Trustees to defray the cost of administering the sections.

**(Source: State Bar Rule 3.53 adopted effective May 16, 2008; amended effective January 1, 2012.)**

**Historical Note**

This rule supersedes Article XIII, § 3 of the Rules and Regulations of the State Bar of California (Membership), Board of Governors' Resolution September 2004; repealed May 16, 2008.

**Section 5 Executive Committee**

- (A) A section must have an executive committee of at least fifteen members but no more than seventeen members. Each member is appointed by the Board of Trustees for a three-year term to govern the section and to assist the board as it directs. Executive Committee members are permitted to serve as an officer, in a fourth year, or as Chair, Vice Chair or Chair-elect in a fifth year, or as Chair, in a sixth year. Executive committee members must take an oath of office and are not entitled to compensation for their services.
- (B) Executive committee members assume office on the last day of the State Bar's annual meeting and serve until their successors assume office. A vacant position is filled by the board for the unexpired term. If the section is new, the board appoints seven members for three years; five members for two years; and five members for one year.
- (C) Nominations for the executive committee may be made by the executive committee or by at least fifteen members of the section upon petition.
- (D) A majority of the section executive committee constitutes a quorum for transacting business at a committee meeting or by poll.
- (E) The executive committee may appoint non-voting advisors who serve at the pleasure of the committee.

**(Source: State Bar Rule 3.54 adopted effective May 16, 2008; amended effective January 1, 2012; amended effective July 19, 2013.)**

**Historical Note**

This rule supersedes Article XIII, § 4 of the Rules and Regulations of the State Bar of California (The Executive Committee), Board of Governor's Resolution July 2005; repealed May 16, 2008.

**Section 6 *Officers of the section executive committee***

- (A) The Board of Trustees must appoint as chair and vice-chair of the executive committee members who have served on the committee at least a year at the time of assuming office. The committee must recommend candidates for these offices to the board.
- (B) The chair and vice-chair assume office on the last day of the State Bar's annual meeting and serve until their successors assume office. A vacant position is filled by the board for the unexpired term.

**(Source: State Bar Rule 3.55 adopted effective May 16, 2008; amended effective January 1, 2012.)**

**Historical Note**

This rule supersedes Article XIII, § 4 of the Rules and Regulations of the State Bar of California (The Executive Committee), Board of Governors' Resolution July 2004; repealed May 16, 2008.

**Section 7 *Section committees***

One or more standing or ad hoc committees composed of section members may be established as provided by the bylaws of the section.

**(Source: State Bar Rule 3.56 adopted effective May 16, 2008.)**

**Historical Note**

This rule supersedes Article XIII, § 5 of the Rules and Regulations of the State Bar of California (Committees), repealed May 16, 2008.

**Section 8 *Bylaws***

- (A) Each Section's bylaws must be approved by the Board of Trustees. After the Board of Trustees has approved the bylaws of a new section, the bylaws may be amended by a two-thirds vote of the entire membership of the executive committee.
- (B) An amendment must be filed with the Secretary at the San Francisco office of the State Bar and will not take effect until approved by the Board of Trustees.

**(Source: State Bar Rule 3.57 adopted effective May 16, 2008; amended effective January 1, 2012.)**

**Historical Note**

This rule supersedes Article XIII, § 7 of the Rules and Regulations of the State Bar of California (Section Bylaws), Board of Governors' Resolution September 2008; repealed May 16, 2008.

**Article 2**  
**RULES CONCERNING THE OPERATION OF SECTIONS**

**Section 1 General**

So far as practicable, all rules and policies heretofore and hereafter adopted by the board for the operation of committees shall apply to sections (see chapter 8 of this division).

(Source: Board of Governors' Resolution, May 1976 and March 1977.)

**Section 2 Duties and Responsibilities**

Subject to the approval of the board, the duties and responsibilities of standing committees, which committees have in fact been subsumed under the section involved, shall be assumed by the executive committee of that section and the standing committees discontinued.

(Source: Board of Governors' Resolution, May 1976 and March 1977.)

**Section 3 Membership of Executive Committees of Sections**

To the extent practicable, the executive committee of a section shall be representative of the various fields covered by the section. No more than one (1) attorney from any firm, corporation, entity or commission shall serve on an executive committee at the same time.

(Source: Board of Governors' Resolutions, May 1976 and March 1977.)

**Section 4 Public Statements, Appearances and Positions**

The executive committee of a section shall not purport to speak publicly, before a legislative committee or otherwise, on behalf of the State Bar without prior approval of the Board of Trustees.

The executive committee of a section may, however, speak publicly before a legislative committee or otherwise, on behalf of the section on any matter peculiar to the section upon which the Board of Trustees has not and is not expected to take a position and which is not of general interest to the bar. Any questions as to whether a matter is one upon which the executive committee may speak publicly shall be determined by the member of the board liaison to the section.

If the executive committee desires to speak publicly on any matter upon which the Board of Trustees has taken a position, is expected to take a position or which is of general interest to the bar, it shall report to the board its recommendation and thereafter may be authorized to speak on behalf of the State Bar.

No member of the section shall purport to speak on behalf of the section without the prior approval of the executive committee.

No representative of the section or of the executive committee shall appear before any legislative committee without coordinating such appearance with the State Bar Legislative Representative at least twenty-four (24) hours before such appearance.

No statement or declaration of intent, position or policy shall be released to the media by a section, executive committee or section member unless the same is coordinated with the State Bar Director of the Office of Bar Communications at least twenty-four (24) hours before such release, provided, however, that the board member liaison to the section may for good cause waive this requirement as to any particular release. The executive committee shall, from time to time, keep the Director of the Office of Bar Communications advised of matters under study by the section which may be of general interest to the bar.

(Source: Board of Governors' Resolutions, May 1976 and March 1977.)

**Section 5 Reports to the Board**

Matters referred by the board or the secretary to the executive committee for report to the board may be referred by the executive committee to one of its standing or special committees; however, the report to the board shall be by the executive committee.

(Source: Board of Governors' Resolutions, May 1976 and March 1977.)

**Section 6 Membership Dues**

Upon creation of a section, the Board of Trustees may establish membership dues in the amount of ten dollars (\$10.00). The Board of Trustees may thereafter change the amount of membership dues based upon the advice of the executive committee of a section requesting such change.

(Source: Board of Governors' Resolution, March 1977.)

Each section is authorized to increase its section membership dues up to a maximum dues amount of \$95.00 per member.

(Source: Board of Governors' Resolution August 2002.)

**Section 7 Membership Dues: Education Foundation**

The sections are authorized to require section members, through notice in the annual billing statement received by section members, to pay up to \$20.00 of each section members' dues payment directly to the State Bar Education Foundation to be held for the benefit of the Section in accordance with the authorities governing the Education Foundation and the instructions of the section. Such funds shall not be subject to the control of the State Bar but shall be subject, upon receipt, to the exclusive control of the Education Foundation.

(Source: Board of Governors' Resolutions, September 12 and September 23, 1998.)

**Section 8 Section Funds: Voluntary Funding**

State Bar sections, as established under and pursuant to Article 13 of the Rules and Regulations of the State Bar, and their activities shall not be funded after January 1, 2000, with mandatory fees collected pursuant to subdivision (a) of Business and Professions Code Section 6140.

The State Bar may provide an individual section, or two or more sections collectively, with administrative and support services, provided the State Bar shall be reimbursed for the full cost of those services out of funds collected pursuant to subdivision (b) of Business and Professions Code Section 6031.5, funds raised by or through the activities of the sections, or other funds collected from voluntary sources.

Notwithstanding the other provisions of Business & Professions Code Section 6031.5, the State Bar is expressly authorized to collect voluntary fees to fund the sections on behalf of those organizations in conjunction with the State Bar's collection of its annual membership dues.

(Source: Business & Professions Code Section 6031.5).

The Board of Trustees and the sections agree that it is appropriate for the sections to continue their service to the profession and the public as part of the State Bar, but on a financially independent basis.

(Source: Board of Governors' Resolutions, September 12, September 23, 1998.)

The State Bar General Fund shall be relieved of any responsibility for providing staff or other support to the sections. The Sections shall operate without expense to the State Bar's General Fund. All expenses of the Sections shall be satisfied out of Section Funds.

(Source: Board of Governors' Resolutions, September 12 and September 23, 1998.)

**Section 9 Section Funds: Financial Audit**

The Board shall contract with an independent national or regional public accounting firm for an audit of its financial statements for each fiscal year beginning after December 31, 1998. The audit shall examine the receipts and expenditures of the State Bar sections to assure that the receipts of the sections are being applied, and their expenditures are being made, in accordance with subdivisions (a) and (b) of Business & Professions Code Section 6031.5, and that the receipts of the sections are applied only to the work of the sections.

(Source: Business & Professions Code § 6145.)



The financial audit specified in Business & Professions Code Section 6145 shall confirm that the amount assessed by the State Bar for providing administrative and support services reimburses the costs of providing them, and shall verify that mandatory dues are not used to fund the sections.

(Source: Business & Professions Code § 6130.5.)

**Section 10 Section Funds: Lobbying Activities**

Voluntary funds collected by the sections or by the State Bar on behalf of the sections shall not be subject to the expenditure limitations of Business & Professions Code Section 6140.05 placed upon mandatory fees collected pursuant to Business & Professions Code Section 6140(a).

(Source: Business & Professions Code § 6031.5.)

**Section 11 Section Funds: Section Administration**

All funds generated by a section, whether by fees or otherwise, must, by law be paid into the State Bar treasury and shall be separated from the State Bar general fund and reserved for the exclusive use of the section generating them.

An executive committee shall not, without prior approval of the board, obligate the section or the State Bar for expenditures exceeding the amount of the funds generated by the section.

To the extent that funds generated by the section are available they shall be disbursed in the following order of priority:

- (a) Expenses: for State Bar administrative and support services provided in accordance with Business & Professions Code Section 6031.5 including:
  - (1) Finance: Services received include the expenses related to accounts payable of all invoices and travel expenses for volunteers and staff, accounts receivable, cash management and investments, general ledger and monthly operating statements, payroll, and financial analysis support and budget submission to the state legislature;
  - (2) Personnel: Direct staff support and additional personnel services received including recruiting, regular and temporary employment, Equal Employment Opportunity programs, bar-wide training programs, employee relations, labor relations, salary and wage administration, and benefits and pension administration;
  - (3) General Administration: Services include the sections' share of costs related to the appointments staff responsible for processing and screening the applications for the individual sections, support from the

Governmental Affairs, Communications and Legal departments and the Executive Staff;

- (4) Occupancy: Services include "rent" on a "full service building" basis; these costs include security guards and systems, parking lot leases, building leases on a melded rate by location, building maintenance and repairs, front desk reception services, telephone switchboard, mailroom and bulk supply storeroom, law library and archives, telephone switches and travel and reservation services;
- (5) Membership Dues Billing: Includes the costs of bank processing of sections' revenue receipts, sections' share of billing, postage and printing costs, telephone costs and Public & Members Services staff unit salaries related to member questions and drops and adds;

Any expenses (including but not limited to, travel, meeting room rentals and coffee, newsletters, administrative, clerical and professional assistance) incurred in considering or acting in any manner with respect to any proposal which ultimately must be achieved by influencing action or inaction on the part of a public official or entity, and the general fund promptly shall be reimbursed from the funds generated by the section should any expenses be incurred by the general fund for these purposes.

- (b) Travel expenses of members of the executive committee in attending regular meetings of the committee;
- (c) Meeting room rental and coffee for regular meetings of the committee;
- (d) Expenses connected with the publication and distribution of the quarterly newsletter;
- (e) Expenses connected with the annual seminar;
- (f) Expenses connected with the publication and distribution of an annual roster of section members;
- (g) Expenses, as determined by the Director of Financial Services, incurred by the State Bar in furnishing administrative, clerical and professional assistance to the section.
- (h) Other expenses approved by the executive committee.

**(Source: Board of Governors' Resolutions, May 1976, June 1976, March 1977, August 1986, September 12 and September 23, 1998, September 2004.)**

**Section 12 Section Funds: Billing & Collection**

The State Bar shall bill for section member dues in conjunction with the State Bar's billings to State Bar members for mandatory State Bar membership fees in the manner consistent with the joint billing that has occurred for the years 1998, 1997, and 1996.

(Source: Board of Governors' Resolutions September 12 and September 23, 1998.)

Notwithstanding the other provisions of Business & Professions Code Section 6031.5, the State Bar is expressly authorized to collect voluntary fees to fund the sections on behalf of those organizations in conjunction with the State Bar's collection of its annual membership dues.

(Source: Business & Professions Code § 6031.5.)

**Section 13 Section Funds: Cost Allocation Methodology**

The State Bar's General Fund is relieved of any responsibility for providing staff, facilities or resource support to the sections. This support shall continue to be available to the Sections, but at the expense of the section funds. The sections shall operate without expense to the State Bar's General Fund.

Any section unable to meet its expenses shall receive no General Fund support. However, the Executive Committee of any section which has section funds, is authorized, in its discretion to contribute a portion of its sections funds to assist one or more other sections to meet section expenses.

(Source: Board of Governors' Resolutions, September 12 and September 23, 1998; Business & Professions Code § 6031.5.)

The Indirect Cost Allocation Accounting Methodology is used in allocating section costs. This methodology was originally developed by the federal government to allow state and local governments to recover the costs of administering federal grants without placing an undue burden on the grant recipient of tracking all administrative related costs. This same process is used by the State of California.

(Source: Board of Governors' Resolutions, August 21, 1999, January 26, 2002.)

**Section 14 Principles of Structure and Staffing of Sections, Commissions and Committees**

- (a) Staffing:
  - (1) The Board of Trustees should commit sufficient resources to provide staff and an adequate operating budget to accomplish the charge of any committee/commission that the board establishes and/or maintains.
  - (2) The State Bar shall continue to provide to the sections staff, facilities and resource support but completely at the expense of Section Funds.

(b) Charge for Committees/Commissions

All State Bar committees/commissions appointed by the Board of Trustees should be given a specific and clearly articulated charge by the board.

(c) Standing Committees/Commissions

A Standing Committee/Commission appointed by the Board of Trustees should be created or maintained only if its principle purpose is to advise and serve the Board with regard to an enduring concern that relates to the Administration of Justice or that affects the profession at large, and whose charge does not duplicate the charge of an already existing State Bar entity.

(d) Special Committees/Commissions

All other committees/commissions created by the Board of Trustees should be special committees/commissions. Their principle purpose should be to advise and serve the board with regard to an immediate concern relating to the Administration of Justice or the practice of law. In each case, they should be given a specific and clearly articulated charge, a specific deadline for the completion of their task(s), and a sunset date at which time the committee/commission will cease to operate.

(e) Sections

The State Bar should utilize existing and newly created sections to address the concerns and interests of specific segments of the profession.

(f) Board Committee Oversight

Each committee/commission maintained by the State Bar shall be assigned to a board committee for oversight of its work. In addition to the required written annual report, each committee/commission shall make an annual presentation to its oversight board committee.

(g) Maximum Terms of Appointment for Section Executive Committee Members, Chairs, Vice-Chairs and Chairs-Elect

In order to maximize diversity and participation on section executive committees, it is the policy of the Board of Trustees that executive committee members serve no more than three (3) years, except to permit service as an officer in a fourth year, or as Chair, Vice-Chair or Chair-elect in a fifth year, or as Chair, in a sixth year.

(h) Reappointment of Members Filling Unexpired Vacancies

- (1) Members who are appointed to fill unexpired terms of one year or less, are eligible for reappointment to a full committee term (i.e., three years).
- (2) Members who are appointed to fill unexpired term of more than one year are not eligible for reappointment, except to serve as an officer.
- (3) Said reappointment limitation shall not apply to members of the Committee of Bar Examiners or the CEB Governing Committee, whose members serve four-year terms.

(Source: Board of Governors' Resolution, July 1989, April 1993, September 2004, July 2005.)

### ***Section 15 Board of Trustees Appointments to Section Executive Committees***

Section Executive Committee appointment recommendations made by the sections will be placed on the consent agenda for the appropriate Board Committee with any committee member retaining the right to remove any section's recommendation from the consent agenda in order to allow for further discussion. If any section's recommended slate of appointments is to be removed from the Board Committee's consent agenda, it will be removed in its entirety.

Any recommendation removed from the consent agenda will be deferred until a subsequent meeting of the Board Committee. In the interim, the section having offered the recommendation will be notified and invited to participate in the Board Committee's discussion of its recommendation. All section appointment recommendations that are passed by the Board Committee will be placed on the consent agenda of a subsequent meeting of the Board.

As soon as is practicable following the Board Committee's meeting, the list of all those section appointment recommendations passed by the appropriate Board Committee will be compiled and distributed to all members of the Board, who will be given two weeks to notify the Secretary of the State Bar of any appointment recommendations that should be removed from the Board's consent agenda.

Any section offering an appointment recommendation that has been removed from the Board's consent agenda will be notified and invited to participate in the Board's discussion of that appointment.

(Source: Board of Governors' Resolution, January 30, 1999.)

### ***Section 16 Task Force on Sections***

A Task Force on Sections, consisting of nine (9) members of which four (4) members shall be appointed by the Council of State Bar Sections to include a cross section of representatives from the Sections based upon Section size and interest, and four (4) members for the State Bar Board of Trustees appointed by the State Bar President, or

his or her designee, effective immediately. The Task Force on Sections will be presided over by the State Bar President.

The Task Force on Sections acts as a forum for discussion of Board and Section issues and provides a conduit for transmission of information and ideas between the Board, the Council of State Bar sections and the Sections by 1) improving communications between the Board of Trustees and the Sections; 2) Working together to resolve issues of concern to the Sections; and 3) Preserving the viability of all State Bar Sections.

(Source: Board of Governors' Resolution, July, 2003, November 2006.)

### ***Section 17 Council of State Bar Sections***

The Council shall be the leadership and coordination committee for the sections. The Council shall serve as advisor on, and have the authority and responsibility to implement, the Board's policies.

(Source: Board of Governors' Resolution, June 10, 2000.)

### ***Section 18 Section Amicus Curiae Participation***

The Board has established a policy governing Sections participation in Amicus Curiae. Refer to TAB 14 "Amicus Curiae Participation"

(Source: Board Resolution July 26, 2003, adopted in principle; Task Force on Sections Resolution March 25, 2004 adopted; reported to the Board March 26, 2004.)

### ***Section 19 Statement of Diversity Principles***

The Board has established a policy affirming the commitment of the State Bar of California and all its signatories to fostering diversity in the legal profession. Refer to TAB 24 "Diversity Principles", Section 4 "General Statement of Diversity Principles".

(Source: Board of Governors' Resolution, July 2005.)

## **ARTICLE 3 COUNCIL OF STATE BAR SECTIONS: BYLAWS**

### ***Section 1 Establishment***

There is a Council of State Bar Sections consisting of a representative of each Section of the State Bar.

(Source: Board of Governors' Resolution, June 10, 2000.)

## **Section 2 Purposes and Responsibilities**

The purposes and responsibilities of the Council of State Bar Sections are:

- (a) Representing and acting on behalf of the sections in communicating with and advising the Board of the position of the Council without restricting any individual section's ability to represent its position on any matter.
- (b) Managing and controlling the financial affairs on behalf of the sections only as to the allocation of overhead, i.e., the cost of administrative services actually charged to all of the sections by the State Bar, including the oversight and administration of said overhead. *See Article 3, Section 6 [Overhead Allocation] suspending the Council's authority in this area.*
- (c) Advising the Board on matters pertaining to policies and procedures which affect the sections generally, such as the format and content of the sections' portion of the annual dues statement published by the State Bar, but not to include the amount to be charged by any individual section for membership in such section.
- (d) Fostering communication between the Board and the sections and among the sections.
- (e) Developing and implementing efficiencies in the delivery of section services to the members of the State Bar.
- (f) Working with State Bar staff to develop, promote and implement cost-effective procedures for supporting the activities of the sections.
- (g) Implement the policies of the Board relating to the sections.

In pursuing the purposes and responsibilities set forth above, the Council may adopt resolutions and may communicate and advocate those resolutions to the Board of Trustees, State Bar staff, members of the State Bar. The Council may take such other actions as are necessary to its effective operation consistent with its purposes and responsibilities. The actions of the Council do not restrict in any way the rights and responsibilities of any Section's Executive committee regarding the subject matter of such actions, except that Council decision on matters described in subsection Section 2, above, shall bind the Sections.

**(Source: Board of Governors' Resolutions, June 10, November 3, November 4, 2000, July 30, 2002.)**

## **Section 3 Section Representatives**

The Chair of each Section, during the term of his or her office, shall be the representative of the Section on the Council of State Bar Sections. Alternatively, the Chair of a Section may, during the term of his or her office, designate an individual to

serve as the Section Representative on the Council of State Bar Sections for that Section in lieu of the Section's Chair. The individual must be a present or former member of that Section's Executive committee. The designation may be changed from time to time as necessary, and a temporary Section Representative may be designated to serve if the primary Section Representative cannot attend a particular Council meeting. Sections are expected to designate individuals who will consistently attend Council meetings to assure continuity in the Council's membership.

(Source: Board of Governors' Resolution, November 2000.)

#### ***Section 4 Quorum: Vote Required***

Each Section Representative shall have one vote on any matter presented to the Council except those matters for which a supermajority is required by this Section or other applicable rule. A quorum of the Council is the whole number of its Section Representatives next greater than the number derived by dividing the number of Section Representatives by two (2). Actions of the Council shall be taken based on the affirmative votes of a majority of the Section representatives present at the meeting (provided that such affirmative votes are no less than a majority of the required quorum), except that the following actions shall be taken only by a supermajority vote as defined in Section 5, below:

- (a) Any action described in Section 2.2 above;
- (b) Any vote taken at an emergency meeting;
- (c) Any waiver of agenda notice requirements;
- (d) Any amendment to the Bylaws that requires a supermajority vote pursuant to Section 13 below.

(Source: Board of Governors' Resolutions, July 1986, October 1986, November 2000.)

#### ***Section 5 Supermajority Voting Defined: Census Date***

- (a) On matters requiring a supermajority vote by virtue of Sections 2.2 and 13 of these Bylaws, each Section Representative shall have a vote weighted in proportion to the number of members duly enrolled in the Section for which the representative is voting, as determined in the manner described in subsection 5.3 and the affirmative vote by the Section Representatives holding at least three quarters (3/4) of the weighted votes of all Section Representatives then in office shall be required; provided, however, that if the number of Section Representatives voting in the negative, abstaining or not present to vote is less than three, then the affirmative vote of the Section Representatives holding a majority of the weighted votes of all Section Representatives shall be required to carry the resolution.



- (b) On matters requiring a supermajority vote by virtue of Section 8 of these Bylaws, each Section Representative shall have a vote weighted in proportion to the number of members duly enrolled in the Section for which the representative is voting, as determined in the manner described in subsection 5.3, and the affirmative vote by the Section Representatives holding at least three-quarters (3/4) of the weighted votes of all Section Representatives present at the meeting shall be required; provided however, that the affirmative votes must also represent at least a majority of the weighted votes of all Section Representatives then in office.
- (c) A census of the number of members of each Section shall be taken as close as practicable to July 31 of each year. The result of such census shall be used in the calculation of votes by Section Representatives in the meetings of the Council beginning at the next Annual Meeting of the State Bar up to the Annual Meeting in the following year. For purposes of the census, associate members shall not be counted.

**(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)**

### **Section 6    *Overhead Allocation***

The delegation of authority to the Council of State Bar Sections to determine the allocation of the State Bar's overhead charge among the individual sections is suspended. The Board directs that the Per Capita Allocation, as sought through petition by the Antitrust and Unfair Competition, Criminal Law, Environmental Law, International Law, Law Practice Management and Technology, Public Law, Real Property Law, Solo and Small Firm, Taxation, Workers Compensation Sections, be applied to the State Bar Sections.

**(Source: Board of Governors' Resolution, August 24, 2002.)**

The Per Capita methodology of overhead allocation shall remain in effect and shall not be changed without Board of Trustees approval.

**(Source: Board of Governors' Resolution, April 16, 2003.)**

### **Section 7    *Officers***

The Council shall elect a chair (or two co-chairs) and a Chair-Elect (or two Co-Chairs-Elect), each of whom shall serve until the conclusion of the State Bar Annual Meeting next following his or her election. Absent unusual circumstances, the Chair-Elect (or Co-Chairs-Elect) shall automatically become the Chair (or Co-Chairs) for the year following his or her service as Chair-Elect (or Co-Chairs-Elect). The Chair (or Co-Chairs) and the Chair-Elect (or Co-Chairs-Elect) shall not have a vote on matters before the Council unless he or she is also attending the meeting as a Section Representative.

**(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)**

**Section 8 Regular and Special Meetings**

The Council of State Bar Sections shall meet regularly at least four (4) times annually, including once at the State Bar Annual Meeting and approximately each three (3) months thereafter. The schedule of such regular meetings shall be determined as soon as possible after the election of officers for the year and distributed to all Section Representatives, Officers and Advisors. Additional special meetings may be called by the Chair (or Co-Chair) at such times and places as may be appropriate and deemed necessary by the Chair (or Co-Chair). The Chair (or Co-Chair) shall convene a special meeting within thirty (30) days of receiving a written request to do so from five (5) or more Section Representatives. Where possible, meetings shall be convened at a location that is easily accessible to Section Representatives traveling by air and other public transit.

Section Representatives may attend meetings in person or by telephone, and they may vote by written proxy mailed or transmitted by facsimile to the Council Chair or Co-Chair.

**(Source: Board of Governors' Resolutions, July 1986, November 3, November 4, 2000.)**

**Section 9 Notice of Meetings; Agendas**

Notice of all Council meetings (whether regular or special) shall be given to the Section Representatives when possible at least thirty (30) days, but in no event later than fourteen (14) days, prior to the date of the meeting. The distribution of a schedule of regular meetings for the coming year to Section Representatives shall constitute notice of the regular meetings contained on such schedule.

No action may be taken at any meeting unless the matter was described in a manner that gives reasonable notice of the topic of discussion and any specific proposals then known on a written agenda transmitted by mail, facsimile or electronic mail no later than fourteen (14) days prior to the meeting; this agenda notice requirement may be waived by a supermajority vote as described in Section 5(b) of these Bylaws. In debating any motion, the Council shall consider, where appropriate, whether the course of discussion or proposed action has changed from that described in the agenda to such an extent that providing additional time for Section Representatives to consider the matter and seek direction from their Section Executive Committees is appropriate.

**(Source: Board of Governors' Resolutions November 3, November 4, 2000.)**

**Section 10 Minutes**

The Chair-Elect (or a Co-Chair-Elect) or his or her delegate shall record the minutes of each Council Meeting and distribute those minutes to the Section Representatives.

**(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)**

**Section 11 Budget; Expenses**

The Council shall review and adopt a budget for each calendar year. Travel and related expenses incurred by a Section Representative shall be borne by the Section he or she represents, subject to the policies and procedures of the State Bar for expense reimbursement.

(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)

**Section 12 Advisors**

The Chair (or Co-Chairs) may request that the immediately preceding Chair (or Co-Chairs) serve as an Advisor to the Council during the year following their service as Chair (or Co-Chair). Any such Advisor shall receive all of the same notices of meetings, agendas and other materials that are sent to Section Representatives. Advisors shall not have any votes.

(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)

**Section 13 Amendment of the Bylaws**

Any amendment of these Bylaws shall not be effective unless (a) each Section representative is given proper notice of the wording of the proposed amendment and the fact that it will be discussed at a duly noticed meeting pursuant to Section 8 hereof; (b) the agenda specifically states the required vote to approve the proposed amendment, as specified herein; and (c) the appropriate vote, as required herein, is obtained at such meeting. In this regard, any proposed amendment to Sections 2, 4, 5, 8, or 10 of these Bylaws or to this Section 12 shall not be effective unless the motion to amend passes by a supermajority vote calculated in the manner set forth in Section 5(a) hereof. Any other proposed amendment to the Bylaws shall only require a majority vote of Section Representatives, as described in Section 4. Notwithstanding the subsection (a) of this Section 12, the specific wording of the amendment to the Bylaws, as adopted at the meeting, may vary from the wording of the amendment as proposed in the notice.

(Source: Board of Governors' Resolutions, November 3, November 4, 2000.)